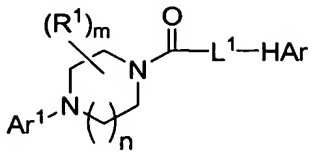
WHAT IS CLAIMED IS:

1. A compound having the formula:



or a pharmaceutically acceptable salt or N-oxide thereof, wherein

the subscript n is an integer of from 1 to 2;

the subscript m is an integer of from 0 to 10;

each R^1 is a substituent independently selected from the group consisting of C_{1-8} alkyl, C_{1-8} haloalkyl, C_{3-6} cycloalkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, $-COR^a$, $-CO_2R^a$, $-CONR^aR^b$, $-NR^aCOR^b$, $-SO_2R^a$, $-X^1COR^a$, $-X^1CO_2R^a$, $-X^1CONR^aR^b$, $-X^1NR^aCOR^b$, $-X^1SO_2R^a$, $-X^1SO_2NR^aR^b$, $-X^1NR^aR^b$, $-X^1OR^a$,wherein X^1 is a member selected from the group consisting of C_{1-4} alkylene, C_{2-4} alkenylene and C_{2-4} alkynylene and each R^a and R^b is independently selected from the group consisting of hydrogen, C_{1-8} alkyl, C_{1-8} haloalkyl, C_{3-6} cycloalkyl and aryl-C_{1-4}alkyl, and wherein the aliphatic portions of each of said R^1 substituents is optionally substituted with from one to three members selected from the group consisting of -OH, $-OR^m$, $-OC(O)NHR^m$, $-OC(O)N(R^m)_2$, -SH, $-SR^m$, $-S(O)R^m$, $-S(O)_2R^m$, $-SO_2NH_2$, $-S(O)_2NHR^m$, $-S(O)_2N(R^m)_2$, $-NHS(O)_2R^m$, $-NR^mS(O)_2R^m$, $-C(O)NH_2$, $-C(O)NHR^m$, $-C(O)N(R^m)_2$, $-C(O)R^m$, $-NHC(O)R^m$, $-NR^mC(O)R^m$, $-NHC(O)NH_2$, $-NR^mC(O)NH_2$, $-NR^mC(O)NHR^m$, $-NHC(O)NHR^m$, $-NR^mC(O)N(R^m)_2$, $-NHC(O)N(R^m)_2$, $-CO_2H$, $-CO_2R^m$, $-NHCO_2R^m$, $-NR^mCO_2R^m$, -CN, $-NO_2$, $-NH_2$, $-NHR^m$, $-N(R^m)_2$, $-NR^mS(O)NH_2$ and $-NR^mS(O)_2NHR^m$, wherein each R^m is independently an unsubstituted C_{1-6} alkyl;

Ar^1 is selected from the group consisting of phenyl, naphthyl, pyridyl, pyrazinyl, pyridazinyl, pyrimidinyl, triazinyl, quinolinyl, quinoxalinyl and purinyl, each of which is optionally substituted with from one to five R^2 substituents independently selected from the group consisting of halogen, $-OR^c$, $-OC(O)R^c$, $-NR^cR^d$, $-SR^c$, $-R^e$, -CN, $-NO_2$, $-CO_2R^c$, $-CONR^cR^d$, $-C(O)R^c$, $-OC(O)NR^cR^d$, $-NR^dC(O)R^c$, $-NR^dC(O)_2R^e$, $-NR^c$-$C(O)NR^cR^d$, -NH-$C(NH_2)$=NH, $-NR^eC(NH_2)$=NH, -NH-$C(NH_2)$=NR^e, -NH-$C(NHR^e)$=NH, $-S(O)R^e$, $-S(O)_2R^e$, $-NR^cS(O)_2R^e$, $-S(O)_2NR^cR^d$, $-N_3$, $-X^2OR^c$, -O-X^2OR^c, $-X^2OC(O)R^c$, $-X^2NR^cR^d$, -O-$X^2NR^cR^d$, $-X^2SR^c$, $-X^2CN$, $-X^2NO_2$, $-X^2CO_2R^c$, -O-$X^2CO_2R^c$, $-X^2CONR^cR^d$,

-O-X^2CONR^{c}R^d, -X^2C(O)R^c, -X^2OC(O)NR^{c}R^d, -X^2NR^{d}C(O)R^c, -X^2NR^{d}C(O)$_2$R^e, -X^2NR^{c}C(O)NR^{c}R^d, -X^2NH-C(NH$_2$)=NH, -X^2NR^{e}C(NH$_2$)=NH, -X^2NH-C(NH$_2$)=NR^e, -X^2NH-C(NHR^e)=NH, -X^2S(O)R^e, -X^2S(O)$_2$R^e, -X^2NR^{c}S(O)$_2$R^e, -X^2S(O)$_2$NR^{c}R^d, -X^2N$_3$, -NR^d-X^2OR^c, -NR^d-X^2NR^{c}R^d, -NR^d-X^2CO$_2$R^c, and -NR^d-X^2CONR^{c}R^d, wherein X^2 is a member selected from the group consisting of C_{1-4} alkylene, C_{2-4} alkenylene and C_{2-4} alkynylene and each R^c and R^d is independently selected from hydrogen, C_{1-8} alkyl, C_{1-8} haloalkyl, C_{3-6} cycloalkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, aryl, heteroaryl, aryl-C_{1-4} alkyl, and aryloxy-C_{1-4} alkyl, or optionally R^c and R^d when attached to the same nitrogen atom can be combined with the nitrogen atom to form a five or six-membered ring having from 0 to 2 additional heteroatoms as ring members; and each R^e is independently selected from the group consisting of C_{1-8} alkyl, C_{1-8} haloalkyl, C_{3-6} cycloalkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, aryl, heteroaryl, aryl-C_{1-4} alkyl, and aryloxy-C_{1-4} alkyl, and each of R^c, R^d and R^e is optionally further substituted with from one to three members selected from the group consisting of -OH, -OR^n, -OC(O)NHR^n, -OC(O)N(R^n)$_2$, -SH, -SR^n, -S(O)R^n, -S(O)$_2$R^n, -SO$_2$NH$_2$, -S(O)$_2$NHR^n, -S(O)$_2$N(R^n)$_2$, -NHS(O)$_2$R^n, -NR^{n}S(O)$_2$R^n, -C(O)NH$_2$, -C(O)NHR^n, -C(O)N(R^n)$_2$, -C(O)R^n, -NHC(O)R^n, -NR^{n}C(O)R^n, -NHC(O)NH$_2$, -NR^{n}C(O)NH$_2$, -NR^{n}C(O)NHR^n, -NHC(O)NHR^n, -NR^{n}C(O)N(R^n)$_2$, -NHC(O)N(R^n)$_2$, -CO$_2$H, -CO$_2$R^n, -NHCO$_2$R^n, -NR^{n}CO$_2$R^n, -CN, -NO$_2$, -NH$_2$, -NHR^n, -N(R^n)$_2$, -NR^{n}S(O)NH$_2$ and -NR^{n}S(O)$_2$NHR^n, wherein each R^n is independently an unsubstituted C_{1-6} alkyl;

HAr is a heteroaryl group selected from the group consisting of pyrazolyl, imidazolyl, triazolyl, tetrazolyl, oxazolyl, isoxazolyl, oxadiazolyl, oxathiadiazolyl, pyrrolyl, thiazolyl, isothiazolyl, benzimidazolyl, benzopyrazolyl and benzotriazolyl, each of which is substituted with from one to five R^3 substituents independently selected from the group consisting of halogen, -OR^f, -OC(O)R^f, -NR^{f}R^g, -SR^f, -R^h, -CN, -NO$_2$, -CO$_2$R^f, -CONR^{f}R^g, -C(O)R^f, -OC(O)NR^{f}R^g, -NR^{g}C(O)R^f, -NR^{g}C(O)$_2$R^h, -NR^f-C(O)NR^{f}R^g, -NH-C(NH$_2$)=NH, -NR^{h}C(NH$_2$)=NH, -NH-C(NH$_2$)=NR^h, -NH-C(NHR^h)=NH, -S(O)R^h, -S(O)$_2$R^h, -NR^{f}S(O)$_2$R^h, -S(O)$_2$NR^{f}R^g, -NR^{f}S(O)$_2$NR^{f}R^g, -N$_3$, -X^3OR^f, -X^3OC(O)R^f, -X^3NR^{f}R^g, -X^3SR^f, -X^3CN, -X^3NO$_2$, -X^3CO$_2$R^f, -X^3CONR^{f}R^g, -X^3C(O)R^f, -X^3OC(O)NR^{f}R^g, -X^3NR^{g}C(O)R^f, -X^3NR^{g}C(O)$_2$R^h, -X^3NR^f-C(O)NR^{f}R^g, -X^3NH-C(NH$_2$)=NH, -X^3NR^{h}C(NH$_2$)=NH, -X^3NH-C(NH$_2$)=NR^h, -X^3NH-C(NHR^h)=NH, -X^3S(O)R^h, -X^3S(O)$_2$R^h, -X^3NR^{f}S(O)$_2$R^h,

$-X^3S(O)_2NR^fR^g$, -Y, $-X^3Y$, $-X^3N_3$, $-O-X^3OR^f$, $-O-X^3NR^fR^g$, $-O-X^3CO_2R^f$, $-O-X^3CONR^fR^g$, $-NR^g-X^3OR^f$, $-NR^g-X^3NR^fR^g$, $-NR^g-X^3CO_2R^f$, and $-NR^g-X^3CONR^fR^g$, wherein Y is a five or six-membered aryl, heteroaryl or heterocyclic ring, optionally substituted with from one to three substitutents selected from the group consisting of halogen, $-OR^f$, $-NR^fR^g$, $-R^h$, $-SR^f$, -CN, $-NO_2$, $-CO_2R^f$, $-CONR^fR^g$, $-C(O)R^f$, $-NR^gC(O)R^f$, $-S(O)R^h$, $-S(O)_2R^h$, $-NR^fS(O)_2R^h$, $-S(O)_2NR^fR^g$, $-X^3OR^f$, $-X^3NR^fR^g$, $-X^3NR^fS(O)_2R^h$ and $-X^3S(O)_2NR^fR^g$, and wherein each X^3 is independently selected from the group consisting of C_{1-4} alkylene, C_{2-4} alkenylene and C_{2-4} alkynylene and each R^f and R^g is independently selected from hydrogen, C_{1-8} alkyl, C_{1-8} haloalkyl, C_{3-6} cycloalkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, aryl, heteroaryl, aryl-C_{1-4} alkyl, and aryloxy-C_{1-4} alkyl, or when attached to the same nitrogen atom can be combined with the nitrogen atom to form a five or six-membered ring having from 0 to 2 additional heteroatoms as ring members, and each R^h is independently selected from the group consisting of C_{1-8} alkyl, C_{1-8} haloalkyl, C_{3-6} cycloalkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, aryl, heteroaryl, aryl-C_{1-4} alkyl, and aryloxy-C_{1-4} alkyl, wherein the aliphatic portions of R^f, R^g and R^h is optionally further substituted with from one to three members selected from the group consisting of -OH, $-OR^o$, $-OC(O)NHR^o$, $-OC(O)N(R^o)_2$, -SH, $-SR^o$, $-S(O)R^o$, $-S(O)_2R^o$, $-SO_2NH_2$, $-S(O)_2NHR^o$, $-S(O)_2N(R^o)_2$, $-NHS(O)_2R^o$, $-NR^oS(O)_2R^o$, $-C(O)NH_2$, $-C(O)NHR^o$, $-C(O)N(R^o)_2$, $-C(O)R^o$, $-NHC(O)R^o$, $-NR^oC(O)R^o$, $-NHC(O)NH_2$, $-NR^oC(O)NH_2$, $-NR^oC(O)NHR^o$, $-NHC(O)NHR^o$, $-NR^oC(O)N(R^o)_2$, $-NHC(O)N(R^o)_2$, $-CO_2H$, $-CO_2R^o$, $-NHCO_2R^o$, $-NR^oCO_2R^o$, -CN, $-NO_2$, $-NH_2$, $-NHR^o$, $-N(R^o)_2$, $-NR^oS(O)NH_2$ and $-NR^oS(O)_2NHR^o$, wherein each R^o is independently an unsubstituted C_{1-6} alkyl;

L^1 is a linking group having from one to three main chain atoms selected from the group consisting of C, N, O and S and being optionally substituted with from one to three substituents selected from the group consisting of halogen, phenyl, $-OR^i$, $-OC(O)R^i$, $-NR^iR^j$, $-SR^i$, $-R^k$, -CN, $-NO_2$, $-CO_2R^i$, $-CONR^iR^j$, $-C(O)R^i$, $-OC(O)NR^iR^j$, $-NR^jC(O)R^i$, $-NR^jC(O)_2R^k$, $-X^4OR^i$, $-X^4OC(O)R^i$, $-X^4NR^iR^j$, $-X^4SR^i$, $-X^4CN$, $-X^4NO_2$, $-X^4CO_2R^i$, $-X^4CONR^iR^j$, $-X^4C(O)R^i$, $-X^4OC(O)NR^iR^j$, $-X^4NR^jC(O)R^i$ and $-X^4NR^jC(O)_2R^k$, wherein X^4 is selected from the group consisting of C_{1-4} alkylene, C_{2-4} alkenylene and C_{2-4} alkynylene and each R^i and R^j is independently selected from hydrogen, C_{1-8} alkyl, C_{1-8} haloalkyl, C_{3-6}

cycloalkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, aryl, heteroaryl, aryl-C_{1-4} alkyl, and aryloxy-C_{1-4} alkyl, and each R^k is independently selected from the group consisting of C_{1-8} alkyl, C_{1-8} haloalkyl, C_{3-6} cycloalkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, aryl, heteroaryl, aryl-C_{1-4} alkyl, and aryloxy-C_{1-4} alkyl; and

with the proviso that the compound is other than CAS Reg. No. 492422-98-7, 1-[[4-bromo-5-methyl-3-(trifluoromethyl)-1H-pyrazol-1-yl]acetyl]-4-(5-chloro-2-methylphenyl)-piperazine; CAS Reg. No. 351986-92-0, 1-[[4-chloro-5-methyl-3-(trifluoromethyl)-1H-pyrazol-1-yl]acetyl]-4-(4-fluorophenyl)-piperazine; CAS Reg. No. 356039-23-1, 1-[(3,5-dimethyl-4-nitro-1H-pyrazol-1-yl)acetyl]-4-(4-fluorophenyl)-piperazine; 1-(2-{4-nitro-3,5-dimethyl-1H-pyrazol-1-yl}propanoyl)-4-phenylpiperazine; 2-(2,4-Dinitro-imidazol-1-yl)-1-[4-(4-fluorophenyl)-piperazin-1-yl]-ethanone; 2-(2,4-Dinitro-imidazol-1-yl)-1-(4-phenyl-piperazin-1-yl)-ethanone; 2-(4-Nitro-imidazol-1-yl)-1-(4-phenyl-piperazin-1-yl)-ethanone; and CAS Reg. No. 492992-15-1, 3-[3-Fluoro-4-[4-[(1-pyrazolyl)acetyl]piperazine-1-yl]phenyl]-5-[[(isoxazol-3-yl)amino]methyl]isoxazole.

2. A compound of claim **1**, wherein Ar^1 is selected from the group consisting of:

(i) phenyl, substituted with from 1 to 5 R^2 groups;

(ii) pyridinyl, substituted with from 1 to 4 R^2 groups; and

(iii) pyrimidinyl, substituted with from 1 to 3 R^2 groups;

(iv) pyrazinyl, substituted with from 1 to 3 R^2 groups; and

(v) pyridazinyl, substituted with from 1 to 3 R^2 groups;

wherein each R^2 is a member independently selected from the group consisting of halogen, $-OR^c$, $-OC(O)R^c$, $-NR^cR^d$, $-SR^c$, $-R^e$, $-CN$, $-NO_2$, $-CO_2R^c$, $-CONR^cR^d$, $-C(O)R^c$, $-OC(O)NR^cR^d$, $-NR^dC(O)R^c$, $-NR^dC(O)_2R^e$, $-NR^c$-$C(O)NR^cR^d$, $-S(O)R^e$, $-S(O)_2R^e$, $-NR^cS(O)_2R^e$, $-S(O)_2NR^cR^d$ and $-N_3$.

3. A compound of claim **1**, wherein Ar^1 is selected from the group consisting of:

(i) phenyl, substituted with from 1 to 5 R^2 groups;

(ii) pyridinyl, substituted with from 1 to 4 R^2 groups; and

(iii) pyrimidinyl, substituted with from 1 to 3 R^2 groups;

(iv) pyrazinyl, substituted with from 1 to 3 R^2 groups; and

(v) pyridazinyl, substituted with from 1 to 3 R^2 groups;

wherein each R^2 is a member independently selected from the group consisting of halogen, $-X^2OR^c$, $-O-X^2OR^c$, $-X^2OC(O)R^c$, $-X^2NR^cR^d$, $-O-X^2NR^cR^d$, $-X^2SR^c$, $-X^2CN$, $-X^2NO_2$, $-X^2CO_2R^c$, $-O-X^2CO_2R^c$, $-X^2CONR^cR^d$, $-O-X^2CONR^cR^d$, $-X^2C(O)R^c$, $-X^2OC(O)NR^cR^d$, $-X^2NR^dC(O)R^c$, $-X^2NR^dC(O)_2R^e$, $-X^2NR^cC(O)NR^cR^d$, $-X^2NH-C(NH_2)=NH$, $-X^2NR^eC(NH_2)=NH$, $-X^2NH-C(NH_2)=NR^e$, $-X^2NH-C(NHR^e)=NH$, $-X^2S(O)R^e$, $-X^2S(O)_2R^e$, $-X^2NR^cS(O)_2R^e$, $-X^2S(O)_2NR^cR^d$ and $-X^2N_3$.

4. A compound of claim **1**, wherein Ar^1 is phenyl substituted with from 1 to 3 R^2 groups.

5. A compound of claim **4**, wherein L^1 is $-CH_2-$ and is optionally substituted with phenyl, $-R^k$, $-X^4OR^i$, $-X^4OC(O)R^i$, $-X^4NR^iR^j$, $-X^4SR^i$, $-X^4CN$ or $-X^4NO_2$.

6. A compound of claim **5**, wherein HAr is a member selected from the group consisting of pyrazolyl and triazolyl, which is optionally substituted with from one to three R^3 groups independently selected from the group consisting of halogen, $-OR^f$, $-OC(O)R^f$, $-NR^fR^g$, $-SR^f$, $-R^h$, $-CN$, $-NO_2$, $-CO_2R^f$, $-CONR^fR^g$, $-C(O)R^f$, $-OC(O)NR^fR^g$, $-NR^gC(O)R^f$, $-NR^gC(O)_2R^h$, $-NR^f-C(O)NR^fR^g$, $-NH-C(NH_2)=NH$, $-NR^hC(NH_2)=NH$, $-NH-C(NH_2)=NR^h$, $-NH-C(NHR^h)=NH$, $-S(O)R^h$, $-S(O)_2R^h$, $-NR^fS(O)_2R^h$, $-S(O)_2NR^fR^g$, $-NR^fS(O)_2R^h$, $-NR^fS(O)_2NR^fR^g$, $-N_3$, $-X^3OR^f$, $-X^3OC(O)R^f$, $-X^3NR^fR^g$, $-X^3SR^f$, $-X^3CN$, $-X^3NO_2$, $-X^3CO_2R^f$, $-X^3CONR^fR^g$, $-X^3C(O)R^f$, $-X^3OC(O)NR^fR^g$, $-X^3NR^gC(O)R^f$, $-X^3NR^gC(O)_2R^h$, $-X^3NR^f-C(O)NR^fR^g$, $-X^3NH-C(NH_2)=NH$, $-X^3NR^hC(NH_2)=NH$, $-X^3NH-C(NH_2)=NR^h$, $-X^3NH-C(NHR^h)=NH$, $-X^3S(O)R^h$, $-X^3S(O)_2R^h$, $-X^3NR^fS(O)_2R^h$, $-X^3S(O)_2NR^fR^g$, $-Y$, $-X^3Y$and $-X^3N_3$ wherein Y is a five or six-membered aryl, heteroaryl or heterocyclic ring, optionally substituted with from one to three substitutents selected from the group consisting of halogen, $-OR^f$, $-NR^fR^g$, $-R^h$, $-SR^f$, $-CN$, $-NO_2$, $-CO_2R^f$, $-CONR^fR^g$, $-C(O)R^f$, $-NR^gC(O)R^f$, $-S(O)R^h$, $-S(O)_2R^h$, $-NR^fS(O)_2R^h$, $-S(O)_2NR^fR^g$, $-X^3OR^f$, $-X^3NR^fR^g$, $-X^3NR^fS(O)_2R^h$ and $-X^3S(O)_2NR^fR^g$, and wherein each X^3 is independently selected from the group consisting of C_{1-4} alkylene, C_{2-4} alkenylene and C_{2-4} alkynylene and each R^f and R^g is independently selected from hydrogen, C_{1-8} alkyl, C_{1-8} haloalkyl, C_{3-6} cycloalkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, aryl, heteroaryl, aryl-C_{1-4} alkyl, and aryloxy-C_{1-4} alkyl, or when attached to the same nitrogen atom can be combined with the nitrogen atom to form a five or six-membered ring having from 0 to 2 additional heteroatoms as ring members, and each R^h is

independently selected from the group consisting of C_{1-8} alkyl, C_{1-8} haloalkyl, C_{3-6} cycloalkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, aryl, heteroaryl, aryl-C_{1-4} alkyl, and aryloxy-C_{1-4} alkyl, wherein the aliphatic portions of R^f, R^g and R^h are optionally further substituted with from one to three members selected from the group consisting of -OH, -OR^o, -$OC(O)NHR^o$, -$OC(O)N(R^o)_2$, -SH, -SR^o, -$S(O)R^o$, -$S(O)_2R^o$, -SO_2NH_2, -$S(O)_2NHR^o$, -$S(O)_2N(R^o)_2$, -$NHS(O)_2R^o$, -$NR^oS(O)_2R^o$, -$C(O)NH_2$, -$C(O)NHR^o$, -$C(O)N(R^o)_2$, -$C(O)R^o$, -$NHC(O)R^o$, -$NR^oC(O)R^o$, -$NHC(O)NH_2$, -$NR^oC(O)NH_2$, -$NR^oC(O)NHR^o$, -$NHC(O)NHR^o$, -$NR^oC(O)N(R^o)_2$, -$NHC(O)N(R^o)_2$, -CO_2H, -CO_2R^o, -$NHCO_2R^o$, -$NR^oCO_2R^o$, -CN, -NO_2, -NH_2, -NHR^o, -$N(R^o)_2$, -$NR^oS(O)NH_2$ and -$NR^oS(O)_2NHR^o$, wherein R^o is unsubstituted C_{1-6} alkyl.

7. A compound of claim **6**, wherein n is 1, m is 0-2, Ar^1 is phenyl substituted with from one to three R^2 groups, HAr is pyrazolyl which is substituted with three R^3 groups and L^1 is -CH_2-.

8. A compound in accordance with claim **7**, wherein said Ar^1 is selected from the substituted phenyl moieties provided in Figures 1A and 1B.

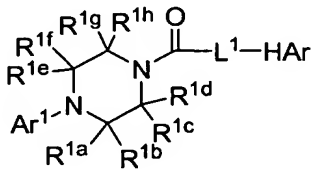
9. A compound in accordance with claim **7**, wherein said HAr is selected from the substituted pyrazole groups provided in Figures 2A, 2B, 2C, 2D, 2E, 2F and 3.

10. A compound of claim **8**, wherein one of said R^3 groups is selected from the group consisting of -Y and -X^3-Y, wherein Y is selected from the group consisting of phenyl, thienyl, furanyl, pyridyl, pyrimidinyl, pyrazinyl, pyridizinyl, pyrazolyl, imidazolyl, thiazolyl, oxazolyl, isoxazolyl, isothiazolyl, triazolyl, tetrazolyl and oxadiazolyl, which is optionally substituted with from one to three substituents independently selected from the group consisting of halogen, -OR^f, -NR^fR^g, -COR^f, -CO_2R^f, -$CONR^fR^g$, -NO_2, -R^h, -CN, -X^3-OR^f, -X^3-NR^fR^g and -X^3-$NR^fS(O)_2R^h$, wherein R^f and R^g are each independently selected from the group consisting of H, C_{1-8} alkyl, C_{3-6} cycloalkyl and C_{1-8} haloalkyl, and each R^h is independently selected from the group consisting of C_{1-8} alkyl, C_{3-6} cycloalkyl and C_{1-8} haloalkyl.

11. A compound of claim **10**, wherein Y is selected from the group consisting of phenyl and thienyl, each of which is optionally substituted with from one to three substituents independently selected from the group consisting of halogen, -OR^f, -NR^fR^g, -COR^f, -CO_2R^f, -$CONR^fR^g$, -NO_2, -R^h, -CN, -X^3-OR^f, -X^3-NR^fR^g and -X^3-$NR^fS(O)_2R^h$, wherein R^f and R^g are each independently selected from the group

consisting of H, C_{1-8} alkyl, C_{3-6} cycloalkyl and C_{1-8} haloalkyl, and each R^h is independently selected from the group consisting of C_{1-8} alkyl, C_{3-6} cycloalkyl and C_{1-8} haloalkyl.

12. A compound of claim **1**, having the formula:



or a pharmaceutically acceptable salt or N-oxide thereof, wherein each of R^{1a}, R^{1b}, R^{1c}, R^{1d}, R^{1e}, R^{1f}, R^{1g} and R^{1h} represents a member independently selected from the group consisting of H, C_{1-8} alkyl, C_{1-8} haloalkyl, C_{3-6} cycloalkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, $-COR^a$, $-CO_2R^a$, $-CONR^aR^b$, $-NR^aCOR^b$, $-SO_2R^a$, $-X^1COR^a$, $-X^1CO_2R^a$, $-X^1CONR^aR^b$, $-X^1NR^aCOR^b$, $-X^1SO_2R^a$, $-X^1SO_2NR^aR^b$, $-X^1NR^aR^b$, $-X^1OR^a$,wherein X^1 is a member selected from the group consisting of C_{1-4} alkylene, C_{2-4} alkenylene and C_{2-4} alkynylene and each R^a and R^b is independently selected from the group consisting of hydrogen, C_{1-8} alkyl, C_{1-8} haloalkyl, C_{3-6} cycloalkyl and aryl-C_{1-4}alkyl, and wherein the aliphatic portions of each of said R^1 substituents is optionally substituted with from one to three members selected from the group consisting of -OH, $-OR^m$, $-OC(O)NHR^m$, $-OC(O)N(R^m)_2$, -SH, $-SR^m$, $-S(O)R^m$, $-S(O)_2R^m$, $-SO_2NH_2$, $-S(O)_2NHR^m$, $-S(O)_2N(R^m)_2$, $-NHS(O)_2R^m$, $-NR^mS(O)_2R^m$, $-C(O)NH_2$, $-C(O)NHR^m$, $-C(O)N(R^m)_2$, $-C(O)R^m$, $-NHC(O)R^m$, $-NR^mC(O)R^m$, $-NHC(O)NH_2$, $-NR^mC(O)NH_2$, $-NR^mC(O)NHR^m$, $-NHC(O)NHR^m$, $-NR^mC(O)N(R^m)_2$, $-NHC(O)N(R^m)_2$, $-CO_2H$, $-CO_2R^m$, $-NHCO_2R^m$, $-NR^mCO_2R^m$, -CN, $-NO_2$, $-NH_2$, $-NHR^m$, $-N(R^m)_2$, $-NR^mS(O)NH_2$ and $-NR^mS(O)_2NHR^m$, wherein each R^m is independently an unsubstituted C_{1-6} alkyl; Ar^1 is phenyl, substituted with from 1 to 5 R^2 groups; and HAr is pyrazolyl, substituted with from 1 to 3 R^3 groups.

13. A compound of claim **12**, wherein L^1 is $-CH_2-$.

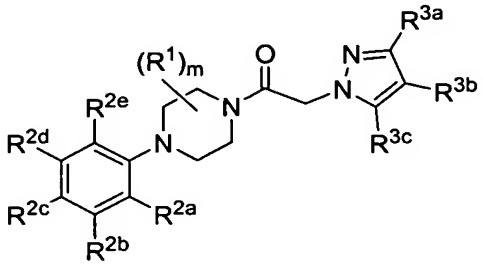
14. A compound of claim **13**, wherein said HAr is selected from the substituted pyrazolyl moieties provided in Figures 2A, 2B, 2C, 2D, 2E, 2F and 3.

15. A compound of claim **14**, wherein Ar^1 is phenyl substituted with from one to three independently selected R^2 substitutents.

16. A compound of claim **15**, wherein said Ar^1 is selected from the substituted phenyl moieties provided in Figures 1A and 1B.

17. A compound of claim **16**, wherein no more than two of R^{1a} through R^{1h} are other than H.

18. A compound of claim **1**, having the formula:



wherein the subscript m is an integer of from 0 to 2;

each R^1 is a member selected from the group consisting of $-CO_2H$, C_{1-4} alkyl and C_{1-4} haloalkyl, wherein the aliphatic portions are optionally substituted with -OH, $-OR^m$, $-OC(O)NHR^m$, $-OC(O)N(R^m)_2$, -SH, $-SR^m$, $-S(O)R^m$, $-S(O)_2R^m$, $-SO_2NH_2$, $-S(O)_2NHR^m$, $-S(O)_2N(R^m)_2$, $-NHS(O)_2R^m$, $-NR^mS(O)_2R^m$, $-C(O)NH_2$, $-C(O)NHR^m$, $-C(O)N(R^m)_2$, $-C(O)R^m$, $-NHC(O)R^m$, $-NR^mC(O)R^m$, $-NHC(O)NH_2$, $-NR^mC(O)NH_2$, $-NR^mC(O)NHR^m$, $-NHC(O)NHR^m$, $-NR^mC(O)N(R^m)_2$, $-NHC(O)N(R^m)_2$, $-CO_2H$, $-CO_2R^m$, $-NHCO_2R^m$, $-NR^mCO_2R^m$, -CN, $-NO_2$, $-NH_2$, $-NHR^m$, $-N(R^m)_2$, $-NR^mS(O)NH_2$ and $-NR^mS(O)_2NHR^m$, wherein each R^m is independently an unsubstituted C_{1-6} alkyl;

R^{2a}, R^{2b}, R^{2c}, R^{2d} and R^{2e} are each members independently selected from the group consisting of hydrogen, halogen, $-OR^c$, $-OC(O)R^c$, $-NR^cR^d$, $-SR^c$, $-R^e$, -CN, $-NO_2$, $-CO_2R^c$, $-CONR^cR^d$, $-C(O)R^c$, $-OC(O)NR^cR^d$, $-NR^dC(O)R^c$, $-NR^dC(O)_2R^e$, $-NR^c$-$C(O)NR^cR^d$, -NH-$C(NH_2)$=NH, $-NR^eC(NH_2)$=NH, -NH-$C(NH_2)$=NR^e, -NH-$C(NHR^e)$=NH, $-S(O)R^e$, $-S(O)_2R^e$, $-NR^cS(O)_2R^e$, $-S(O)_2NR^cR^d$, $-N_3$, $-X^2OR^c$, $-O-X^2OR^c$, $-X^2OC(O)R^c$, $-X^2NR^cR^d$, $-O-X^2NR^cR^d$, $-X^2SR^c$, $-X^2CN$, $-X^2NO_2$, $-X^2CO_2R^c$, $-O-X^2CO_2R^c$, $-X^2CONR^cR^d$, $-O-X^2CONR^cR^d$, $-X^2C(O)R^c$, $-X^2OC(O)NR^cR^d$, $-X^2NR^dC(O)R^c$, $-X^2NR^dC(O)_2R^e$, $-X^2NR^cC(O)NR^cR^d$, $-X^2NH-C(NH_2)$=NH, $-X^2NR^eC(NH_2)$=NH, $-X^2NH-C(NH_2)$=NR^e, $-X^2NH-C(NHR^e)$=NH, $-X^2S(O)R^e$, $-X^2S(O)_2R^e$, $-X^2NR^cS(O)_2R^e$, $-X^2S(O)_2NR^cR^d$, $-X^2N_3$, $-NR^d-X^2OR^c$, $-NR^d-X^2NR^cR^d$, $-NR^d-X^2CO_2R^c$, and $-NR^d-X^2CONR^cR^d$, wherein X^2 is a member selected from the group consisting of C_{1-4} alkylene, C_{2-4} alkenylene and C_{2-4} alkynylene and each R^c and R^d is independently selected from hydrogen, C_{1-8} alkyl, C_{1-8} haloalkyl, C_{3-6} cycloalkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, aryl,

heteroaryl, aryl-C_{1-4} alkyl, and aryloxy-C_{1-4} alkyl, or optionally R^c and R^d when attached to the same nitrogen atom can be combined with the nitrogen atom to form a five or six-membered ring having from 0 to 2 additional heteroatoms as ring members; and each R^e is independently selected from the group consisting of C_{1-8} alkyl, C_{1-8} haloalkyl, C_{3-6} cycloalkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, aryl, heteroaryl, aryl-C_{1-4} alkyl, and aryloxy-C_{1-4} alkyl, and each of R^c, R^d and R^e is optionally further substituted with from one to three members selected from the group consisting of -OH, -OR^n, -$OC(O)NHR^n$, -$OC(O)N(R^n)_2$, -SH, -SR^n, -$S(O)R^n$, -$S(O)_2R^n$, -SO_2NH_2, -$S(O)_2NHR^n$, -$S(O)_2N(R^n)_2$, -$NHS(O)_2R^n$, -$NR^nS(O)_2R^n$, -$C(O)NH_2$, -$C(O)NHR^n$, -$C(O)N(R^n)_2$, -$C(O)R^n$, -$NHC(O)R^n$, -$NR^nC(O)R^n$, -$NHC(O)NH_2$, -$NR^nC(O)NH_2$, -$NR^nC(O)NHR^n$, -$NHC(O)NHR^n$, -$NR^nC(O)N(R^n)_2$, -$NHC(O)N(R^n)_2$, -CO_2H, -CO_2R^n, -$NHCO_2R^n$, -$NR^nCO_2R^n$, -CN, -NO_2, -NH_2, -NHR^n, -$N(R^n)_2$, -$NR^nS(O)NH_2$ and -$NR^nS(O)_2NHR^n$, wherein each R^n is independently an unsubstituted C_{1-6} alkyl, such that at least one of R^{2a}, R^{2b}, R^{2c}, R^{2d} and R^{2e} is other than H;

R^{3a}, R^{3b} and R^{3c} are each members independently selected from the group consisting of hydrogen, halogen, -OR^f, -$OC(O)R^f$, -NR^fR^g, -SR^f, -R^h, -CN, -NO_2, -CO_2R^f, -$CONR^fR^g$, -$C(O)R^f$, -$OC(O)NR^fR^g$, -$NR^gC(O)R^f$, -$NR^gC(O)_2R^h$, -NR^f-$C(O)NR^fR^g$, -NH-$C(NH_2)$=NH, -$NR^hC(NH_2)$=NH, -NH-$C(NH_2)$=NR^h, -NH-$C(NHR^h)$=NH, -$S(O)R^h$, -$S(O)_2R^h$, -$NR^fS(O)_2R^h$, -$S(O)_2NR^fR^g$, -$NR^fS(O)_2NR^fR^g$, -N_3, -X^3OR^f, -$X^3OC(O)R^f$, -$X^3NR^fR^g$, -X^3SR^f, -X^3CN, -X^3NO_2, -$X^3CO_2R^f$, -$X^3CONR^fR^g$, -$X^3C(O)R^f$, -$X^3OC(O)NR^fR^g$, -$X^3NR^gC(O)R^f$, -$X^3NR^gC(O)_2R^h$, -X^3NR^f-$C(O)NR^fR^g$, -X^3NH-$C(NH_2)$=NH, -$X^3NR^hC(NH_2)$=NH, -X^3NH-$C(NH_2)$=NR^h, -X^3NH-$C(NHR^h)$=NH, -$X^3S(O)R^h$, -$X^3S(O)_2R^h$, -$X^3NR^fS(O)_2R^h$, -$X^3S(O)_2NR^fR^g$, -Y, -X^3Y, -X^3N_3, -O-X^3OR^f, -O-$X^3NR^fR^g$, -O-$X^3CO_2R^f$, -O-$X^3CONR^fR^g$, -NR^g-X^3OR^f, -NR^g-$X^3NR^fR^g$, -NR^g-$X^3CO_2R^f$, and -NR^g-$X^3CONR^fR^g$, wherein Y is a five or six-membered aryl, heteroaryl or heterocyclic ring, optionally substituted with from one to three substitutents selected from the group consisting of halogen, -OR^f, -NR^fR^g, -R^h, -SR^f, -CN, -NO_2, -CO_2R^f, -$CONR^fR^g$, -$C(O)R^f$, -$NR^gC(O)R^f$, -$S(O)R^h$, -$S(O)_2R^h$, -$NR^fS(O)_2R^h$, -$S(O)_2NR^fR^g$, -X^3OR^f, -$X^3NR^fR^g$, -$X^3NR^fS(O)_2R^h$ and -$X^3S(O)_2NR^fR^g$, and wherein each X^3 is independently selected from the group consisting of C_{1-4} alkylene, C_{2-4} alkenylene and C_{2-4} alkynylene and each R^f and R^g is independently selected from hydrogen, C_{1-8} alkyl, C_{1-8} haloalkyl, C_{3-6}

cycloalkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, aryl, heteroaryl, aryl-C_{1-4} alkyl, and aryloxy-C_{1-4} alkyl, or when attached to the same nitrogen atom can be combined with the nitrogen atom to form a five or six-membered ring having from 0 to 2 additional heteroatoms as ring members, and each R^h is independently selected from the group consisting of C_{1-8} alkyl, C_{1-8} haloalkyl, C_{3-6} cycloalkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, aryl, heteroaryl, aryl-C_{1-4} alkyl, and aryloxy-C_{1-4} alkyl, wherein the aliphatic portions of R^f, R^g and R^h is optionally further substituted with from one to three members selected from the group consisting of -OH, -OR^o, -OC(O)NHR^o, -OC(O)N$(R^o)_2$, -SH, -SR^o, -S(O)R^o, -S$(O)_2R^o$, -SO_2NH_2, -S$(O)_2$NHR^o, -S$(O)_2$N$(R^o)_2$, -NHS$(O)_2R^o$, -NR^oS$(O)_2R^o$, -C(O)NH_2, -C(O)NHR^o, -C(O)N$(R^o)_2$, -C(O)R^o, -NHC(O)R^o, -NR^oC(O)R^o, -NHC(O)NH_2, -NR^oC(O)NH_2, -NR^oC(O)NHR^o, -NHC(O)NHR^o, -NR^oC(O)N$(R^o)_2$, -NHC(O)N$(R^o)_2$, -CO_2H, -CO_2R^o, -NHCO_2R^o, -N$R^o$$CO_2R^o$, -CN, -$NO_2$, -$NH_2$, -N$HR^o$, -N$(R^o)_2$, -N$R^o$S(O)$NH_2$ and -NR^oS$(O)_2$NHR^o, wherein each R^o is independently an unsubstituted C_{1-6} alkyl, such that at least one of R^{3a}, R^{3b} and R^{3c} is other than H.

19. A compound of claim **18**, wherein at least one of R^{3a}, R^{3b} and R^{3c} is selected from the group consisting of -Y and -X^3-Y.

20. A compound of claim **18**, wherein m is 0 or 1; at least one of R^{2a} and R^{2e} is hydrogen.

21. A compound of claim **18**, wherein R^{3b} is halogen.

22. A compound of claim **21**, wherein R^1, when present, is selected from the group consisting of -CO_2H or C_{1-4} alkyl, optionally substituted with -OH, -OR^m, -S$(O)_2R^m$, -CO_2H and -CO_2R^m.

23. A compound of claim **20**, wherein at least one of R^{3a}, R^{3b} and R^{3c} is selected from the group consisting of halogen, C_{1-4} alkyl and C_{1-4} haloalkyl, wherein the aliphatic portions are optionally substituted with from one to three members selected from the group consisting of -OH, -OR^o, -OC(O)NHR^o, -OC(O)N$(R^o)_2$, -SH, -SR^o, -S(O)R^o, -S$(O)_2R^o$, -SO_2NH_2, -S$(O)_2$NHR^o, -S$(O)_2$N$(R^o)_2$, -NHS$(O)_2R^o$, -NR^oS$(O)_2R^o$, -C(O)NH_2, -C(O)NHR^o, -C(O)N$(R^o)_2$, -C(O)R^o, -NHC(O)R^o, -NR^oC(O)R^o, -NHC(O)NH_2, -NR^oC(O)NH_2, -NR^oC(O)NHR^o, -NHC(O)NHR^o, -NR^oC(O)N$(R^o)_2$, -NHC(O)N$(R^o)_2$, -CO_2H, -CO_2R^o,

$-NHCO_2R^o$, $-NR^oCO_2R^o$, -CN, $-NO_2$, $-NH_2$, $-NHR^o$, $-N(R^o)_2$, $-NR^oS(O)NH_2$ and $-NR^oS(O)_2NHR^o$, wherein each R^o is independently an unsubstituted C_{1-6} alkyl.

24. A compound of claim **23**, wherein R^{2d} is hydrogen and at least two of R^{3a}, R^{3b} and R^{3c} are selected from the group consisting of halogen, C_{1-4} alkyl and C_{1-4} haloalkyl, wherein the aliphatic portions are optionally substituted with from one to three members selected from the group consisting of -OH, $-OR^o$, $-OC(O)NHR^o$, $-OC(O)N(R^o)_2$, -SH, $-SR^o$, $-S(O)R^o$, $-S(O)_2R^o$, $-SO_2NH_2$, $-S(O)_2NHR^o$, $-S(O)_2N(R^o)_2$, $-NHS(O)_2R^o$, $-NR^oS(O)_2R^o$, $-C(O)NH_2$, $-C(O)NHR^o$, $-C(O)N(R^o)_2$, $-C(O)R^o$, $-NHC(O)R^o$, $-NR^oC(O)R^o$, $-NHC(O)NH_2$, $-NR^oC(O)NH_2$, $-NR^oC(O)NHR^o$, $-NHC(O)NHR^o$, $-NR^oC(O)N(R^o)_2$, $-NHC(O)N(R^o)_2$, $-CO_2H$, $-CO_2R^o$, $-NHCO_2R^o$, $-NR^oCO_2R^o$, -CN, $-NO_2$, $-NH_2$, $-NHR^o$, $-N(R^o)_2$, $-NR^oS(O)NH_2$ and $-NR^oS(O)_2NHR^o$, wherein each R^o is independently an unsubstituted C_{1-6} alkyl.

25. A compound of claim **24**, wherein R^{2c} is selected from the group consisting of F, Cl, Br, CN, NO_2, CO_2CH_3, $C(O)CH_3$ and $S(O)_2CH_3$, and each of R^{3a}, R^{3b} and R^{3c} is other than hydrogen.

26. A compound of claim **18**, wherein m is 0 or 1; R^{2a} and R^{2e} are each hydrogen.

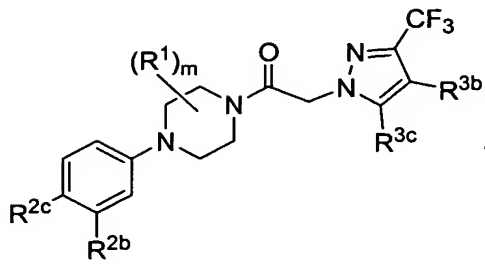
27. A compound of claim **26**, wherein at least one of R^{3a}, R^{3b} and R^{3c} is selected from the group consisting of halogen, C_{1-4} alkyl and C_{1-4} haloalkyl, wherein the aliphatic portions are optionally substituted with from one to three members selected from the group consisting of -OH, $-OR^o$, $-OC(O)NHR^o$, $-OC(O)N(R^o)_2$, -SH, $-SR^o$, $-S(O)R^o$, $-S(O)_2R^o$, $-SO_2NH_2$, $-S(O)_2NHR^o$, $-S(O)_2N(R^o)_2$, $-NHS(O)_2R^o$, $-NR^oS(O)_2R^o$, $-C(O)NH_2$, $-C(O)NHR^o$, $-C(O)N(R^o)_2$, $-C(O)R^o$, $-NHC(O)R^o$, $-NR^oC(O)R^o$, $-NHC(O)NH_2$, $-NR^oC(O)NH_2$, $-NR^oC(O)NHR^o$, $-NHC(O)NHR^o$, $-NR^oC(O)N(R^o)_2$, $-NHC(O)N(R^o)_2$, $-CO_2H$, $-CO_2R^o$, $-NHCO_2R^o$, $-NR^oCO_2R^o$, -CN, $-NO_2$, $-NH_2$, $-NHR^o$, $-N(R^o)_2$, $-NR^oS(O)NH_2$ and $-NR^oS(O)_2NHR^o$, wherein each R^o is independently an unsubstituted C_{1-6} alkyl.

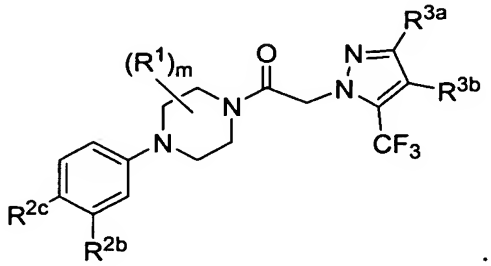
28. A compound of claim **27**, wherein each of R^{3a}, R^{3b} and R^{3c} is other than hydrogen.

29. A compound of claim **28**, wherein R^{2c} is selected from the group consisting of F, Cl, Br, CN, NO_2, CO_2CH_3, $C(O)CH_3$ and $S(O)_2CH_3$.

30. A compound of claim **18**, wherein m is 0 or 1; R^{2b} and R^{2e} are each hydrogen.

31. A compound of claim **18**, having a formula selected from the group consisting of:



and


32. A compound of claim **31**, wherein R^{3c} and R^{3a} are each independently selected from the group consisting of C_{1-6} alkyl, C_{1-6} haloalkyl and C_{3-6} cycloalkyl; and R^{3b} is halogen.

33. A compound of claim **31**, wherein R^{3c} and R^{3a} are each independently selected from the group consisting of halogen, $-NR^fR^g$, $-SR^f$, $-CO_2R^f$, -Y and $-R^h$, wherein R^h is C_{1-6} alkyl, C_{1-6} haloalkyl and C_{3-6} cycloalkyl, wherein the aliphatic portions are optionally further substituted with from one to three members selected from the group consisting of -OH, $-OR^o$, $-OC(O)NHR^o$, $-OC(O)N(R^o)_2$, -SH, $-SR^o$, $-S(O)R^o$, $-S(O)_2R^o$, $-SO_2NH_2$, $-S(O)_2NHR^o$, $-S(O)_2N(R^o)_2$, $-NHS(O)_2R^o$, $-NR^oS(O)_2R^o$, $-C(O)NH_2$, $-C(O)NHR^o$, $-C(O)N(R^o)_2$, $-C(O)R^o$, $-NHC(O)R^o$, $-NR^oC(O)R^o$, $-NHC(O)NH_2$, $-NR^oC(O)NH_2$, $-NR^oC(O)NHR^o$, $-NHC(O)NHR^o$, $-NR^oC(O)N(R^o)_2$, $-NHC(O)N(R^o)_2$, $-CO_2H$, $-CO_2R^o$, $-NHCO_2R^o$, $-NR^oCO_2R^o$, -CN, $-NO_2$, $-NH_2$, $-NHR^o$, $-N(R^o)_2$, $-NR^oS(O)NH_2$ and $-NR^oS(O)_2NHR^o$.

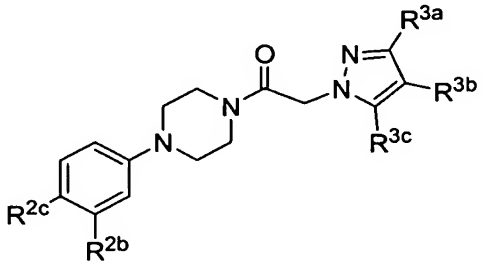
34. A compound of claim **33**, wherein R^{3b} is halogen.

35. A compound of claim **31**, wherein m is 0.

36. A compound of claim **31**, wherein m is 1 or 2, and each R^1 is independently selected from the group consisting of $-CO_2H$ and C_{1-4} alkyl, wherein the alkyl portion is optionally substituted with -OH, $-OR^m$, $-S(O)_2R^m$, $-CO_2H$ and $-CO_2R^m$.

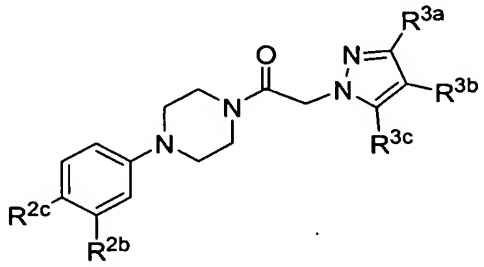
37. A compound of claim **31**, wherein R^{2b} is selected from the group consisting of $-SR^c$, $-O-X^2-OR^c$, $-X^2-OR^c$, $-R^e$, $-OR^c$, $-NR^cR^d$, and $-NR^cSO_2R^d$.

38. A compound of claim **18**, having the formula:



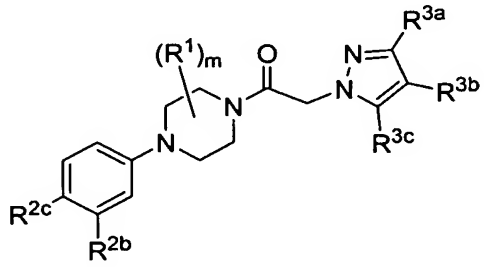
wherein R^{2c} is halogen, cyano or nitro; R^{2b} is selected from $-SR^c$, $-O-X^2-OR^c$, $-X^2-OR^c$, $-R^e$, $-OR^c$, $-NR^cR^d$, $-NR^cS(O)_2R^e$ and $-NR^dC(O)R^c$; R^{3a} is selected from the group consisting of NH_2, CF_3, SCH_3 and Y; R^{3b} is chloro or bromo; and R^{3c} is selected from the group consisting of C_{1-6} alkyl, C_{1-6} haloalkyl and C_{3-6} cycloalkyl.

39. A compound of claim **18**, having the formula:



wherein R^{2c} is halogen, cyano or nitro; R^{2b} is selected from $-SR^c$, $-O-X^2-OR^c$, $-X^2-OR^c$, $-R^e$, $-OR^c$, $-NR^cR^d$, $-NR^cS(O)_2R^e$ and $-NR^dC(O)R^c$; R^{3a} is selected from the group consisting of C_{1-6} alkyl, C_{1-6} haloalkyl and C_{3-6} cycloalkyl; R^{3c} is selected from the group consisting of NH_2, CF_3, SCH_3 and Y; and R^{3b} is chloro or bromo.

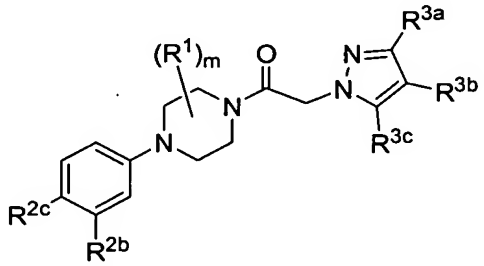
40. A compound of claim **18**, having the formula:



wherein R^{2c} is halogen, cyano or nitro; R^{2b} is selected from $-SR^c$, $-O-X^2-OR^c$, $-X^2-OR^c$, $-R^e$, $-OR^c$, $-NR^cR^d$, $-NR^cS(O)_2R^e$ and $-NR^dC(O)R^c$; R^{3a} is selected from the group consisting of NH_2, CF_3, SCH_3 and Y; R^{3b} is chloro or bromo; and R^{3c} is selected from the group consisting of C_{1-6} alkyl, C_{1-6} haloalkyl and C_{3-6} cycloalkyl wherein the aliphatic portions of R^{3c} are optionally substituted with a member selected from the group consisting of -OH, $-OR^o$, $-OC(O)NHR^o$, $-OC(O)N(R^o)_2$, -SH, $-SR^o$, $-S(O)R^o$, $-S(O)_2R^o$, $-SO_2NH_2$, $-S(O)_2NHR^o$, $-S(O)_2N(R^o)_2$, $-NHS(O)_2R^o$, $-NR^oS(O)_2R^o$, $-C(O)NH_2$, $-C(O)NHR^o$, $-C(O)N(R^o)_2$, $-C(O)R^o$, $-NHC(O)R^o$, $-NR^oC(O)R^o$, $-NHC(O)NH_2$, $-NR^oC(O)NH_2$, $-NR^oC(O)NHR^o$, $-NHC(O)NHR^o$, $-NR^oC(O)N(R^o)_2$, $-NHC(O)N(R^o)_2$, $-CO_2H$, $-CO_2R^o$, $-NHCO_2R^o$, $-NR^oCO_2R^o$, -CN, $-NO_2$, $-NH_2$, $-NHR^o$, $-N(R^o)_2$, $-NR^oS(O)NH_2$ and $-NR^oS(O)_2NHR^o$.

41. A compound of claim **40**, wherein each R^1, when present, is selected from the group consisting of $-CO_2H$ and C_{1-4} alkyl, optionally substituted with a member selected from the group consisting of -OH, $-OR^m$, $-S(O)_2R^m$, $-CO_2H$ and $-CO_2R^m$.

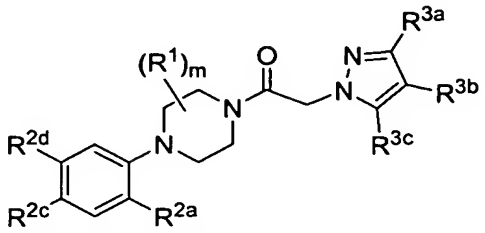
42. A compound of claim **18**, having the formula:



wherein R^{2c} is halogen, cyano or nitro; R^{2b} is selected from $-SR^c$, $-O-X^2-OR^c$, $-X^2-OR^c$, $-R^e$, $-OR^c$, $-NR^cR^d$, $-NR^cS(O)_2R^e$ and $-NR^dC(O)R^c$; R^{3a} is selected from the group consisting of C_{1-6} alkyl, C_{1-6} haloalkyl and C_{3-6} cycloalkyl, wherein the aliphatic portions of R^{3a} are optionally substituted with a member selected from the group consisting of -OH, $-OR^o$, $-OC(O)NHR^o$, $-OC(O)N(R^o)_2$, -SH, $-SR^o$, $-S(O)R^o$, $-S(O)_2R^o$, $-SO_2NH_2$, $-S(O)_2NHR^o$, $-S(O)_2N(R^o)_2$, $-NHS(O)_2R^o$, $-NR^oS(O)_2R^o$, $-C(O)NH_2$, $-C(O)NHR^o$, $-C(O)N(R^o)_2$, $-C(O)R^o$, $-NHC(O)R^o$, $-NR^oC(O)R^o$, $-NHC(O)NH_2$, $-NR^oC(O)NH_2$, $-NR^oC(O)NHR^o$, $-NHC(O)NHR^o$, $-NR^oC(O)N(R^o)_2$, $-NHC(O)N(R^o)_2$, $-CO_2H$, $-CO_2R^o$, $-NHCO_2R^o$, $-NR^oCO_2R^o$, -CN, $-NO_2$, $-NH_2$, $-NHR^o$, $-N(R^o)_2$, $-NR^oS(O)NH_2$ and $-NR^oS(O)_2NHR^o$; R^{3c} is selected from the group consisting of NH_2, CF_3, SCH_3 and Y; and R^{3b} is chloro or bromo.

43. A compound of claim **42**, wherein each R^1, when present, is selected from the group consisting of $-CO_2H$ and C_{1-4} alkyl, optionally substituted with a member selected from the group consisting of -OH, $-OR^m$, $-S(O)_2R^m$, $-CO_2H$ and $-CO_2R^m$.

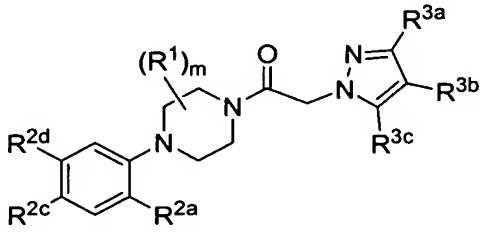
44. A compound of claim **18**, having the formula:



wherein R^{2a} is other than hydrogen; R^{2c} is halogen, cyano or nitro; R^{2d} is selected from $-SR^c$, $-O-X^2-OR^c$, $-X^2-OR^c$, $-R^e$, $-OR^c$, $-NR^cR^d$, $-NR^cS(O)_2R^e$ and $-NR^dC(O)R^c$; R^{3a} is selected from the group consisting of C_{1-6} alkyl, C_{1-6} haloalkyl and C_{3-6} cycloalkyl, optionally substituted with a member selected from the group consisting of -OH, $-OR^o$, $-OC(O)NHR^o$, $-OC(O)N(R^o)_2$, -SH, $-SR^o$, $-S(O)R^o$, $-S(O)_2R^o$, $-SO_2NH_2$, $-S(O)_2NHR^o$, $-S(O)_2N(R^o)_2$, $-NHS(O)_2R^o$, $-NR^oS(O)_2R^o$, $-C(O)NH_2$, $-C(O)NHR^o$, $-C(O)N(R^o)_2$, $-C(O)R^o$, $-NHC(O)R^o$, $-NR^oC(O)R^o$, $-NHC(O)NH_2$, $-NR^oC(O)NH_2$, $-NR^oC(O)NHR^o$, $-NHC(O)NHR^o$, $-NR^oC(O)N(R^o)_2$, $-NHC(O)N(R^o)_2$, $-CO_2H$, $-CO_2R^o$, $-NHCO_2R^o$, $-NR^oCO_2R^o$, -CN, $-NO_2$, $-NH_2$, $-NHR^o$, $-N(R^o)_2$, $-NR^oS(O)NH_2$ and $-NR^oS(O)_2NHR^o$; R^{3b} is chloro or bromo; and R^{3c} is selected from the group consisting of NH_2, CF_3, SCH_3 and Y.

45. A compound of claim **44**, wherein each R^1, when present, is selected from the group consisting of $-CO_2H$ and C_{1-4} alkyl, optionally substituted with a member selected from the group consisting of -OH, $-OR^m$, $-S(O)_2R^m$, $-CO_2H$ and $-CO_2R^m$.

46. A compound of claim **18**, having the formula:



wherein R^{2a} is other than hydrogen; R^{2c} is halogen, cyano or nitro; R^{2d} is $-SR^c$, $-O-X^2-OR^c$, $-X^2-OR^c$, $-R^e$, $-OR^c$, $-NR^cR^d$, $-NR^cS(O)_2R^e$ and $-NR^dC(O)R^c$; R^{3a} is selected from the group consisting of NH_2, CF_3, SCH_3 and Y; R^{3b} is chloro or bromo; and R^{3c} is selected from the group consisting of C_{1-6} alkyl, C_{1-6} haloalkyl and C_{3-6} cycloalkyl, optionally substituted with a member selected from the group consisting of -OH, $-OR^o$, $-OC(O)NHR^o$, $-OC(O)N(R^o)_2$, -SH, $-SR^o$, $-S(O)R^o$, $-S(O)_2R^o$, $-SO_2NH_2$, $-S(O)_2NHR^o$, $-S(O)_2N(R^o)_2$, $-NHS(O)_2R^o$, $-NR^oS(O)_2R^o$, $-C(O)NH_2$, $-C(O)NHR^o$, $-C(O)N(R^o)_2$, $-C(O)R^o$, $-NHC(O)R^o$, $-NR^oC(O)R^o$,

$-NHC(O)NH_2$, $-NR^oC(O)NH_2$, $-NR^oC(O)NHR^o$, $-NHC(O)NHR^o$, $-NR^oC(O)N(R^o)_2$, $-NHC(O)N(R^o)_2$, $-CO_2H$, $-CO_2R^o$, $-NHCO_2R^o$, $-NR^oCO_2R^o$, -CN, $-NO_2$, $-NH_2$, $-NHR^o$, $-N(R^o)_2$,. $-NR^oS(O)NH_2$ and $-NR^oS(O)_2NHR^o$.

47. A compound of claim **46**, wherein each R^1, when present, is selected from the group consisting of $-CO_2H$ and C_{1-4} alkyl, optionally substituted with a member selected from the group consisting of -OH, $-OR^m$, $-S(O)_2R^m$, $-CO_2H$ and $-CO_2R^m$.

48. A compound of claim **30**, wherein at least one of R^{3a}, R^{3b} and R^{3c} is selected from the group consisting of halogen and C_{1-4} haloalkyl.

49. A compound of claim **48**, wherein each of R^{3a}, R^{3b} and R^{3c} is other than hydrogen.

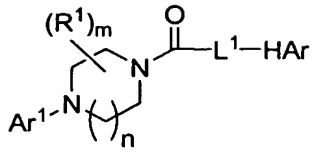
50. A compound of claim **18**, wherein m is 0 orl; R^1, when present, is C_{1-2} alkyl, optionally substituted with a member selected from the group consisting of -OH, $-OR^m$, $-S(O)_2R^m$, $-CO_2H$ and $-CO_2R^m$; R^{2a} is selected from H, CH_3 and halogen; R^{2b} is H; R^{2c} is selected from H, Cl and Br; R^{2d} is selected from OCH_3, OCH_2CH_3, $NHCH_3$, CH_2OCH_3 and CH_3; R^{2e} is H, such that at least one of R^{2a} and R^{2c} is other than H; R^{3b} is Cl or Br; one of R^{3a} and R^{3c} is cyclopropyl, CF_3, or methyl, optionally substituted with NH_2, OH or OCH_3, and the other of R^{3a} and R^{3c} is selected from the group consisting of CF_3, Br, CH_3, $-CO_2CH_3$, $-CO_2Et$, $-N(CH_3)_2$, $-NH_2$, ethyl, isopropyl, substituted phenyl and substituted or unsubstituted thienyl.

51. A compound of claim **18**, wherein the phenyl ring bearing R^{2a} through R^{2e} is selected from the substituted phenyl groups provided in Figures 1A and 1B.

52. A compound of claim **18**, wherein the pyrazole ring bearing R^{3a} through R^{3c} is selected from the substituted pyrazole groups provided in Figures 2A, 2B, 2C, 2D, 2E, 2F and 3.

53. A pharmaceutical composition comprising a pharmaceutically acceptable excipient and a compound of claim **1**.

54. A method of treating CCR1-mediated diseases or conditions comprising administering to a subject in need thereof a therapeutically effective amount of a compound having the formula:



or a pharmaceutically acceptable salt or N-oxide thereof, wherein

the subscript n is an integer of from 1 to 2;

the subscript m is an integer of from 0 to 10;

each R^1 is a substituent independently selected from the group consisting of C_{1-8} alkyl, C_{1-8} haloalkyl, C_{3-6} cycloalkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, $-COR^a$, $-CO_2R^a$, $-CONR^aR^b$, $-NR^aCOR^b$, $-SO_2R^a$, $-X^1COR^a$, $-X^1CO_2R^a$, $-X^1CONR^aR^b$, $-X^1NR^aCOR^b$, $-X^1SO_2R^a$, $-X^1SO_2NR^aR^b$, $-X^1NR^aR^b$, $-X^1OR^a$,wherein X^1 is a member selected from the group consisting of C_{1-4} alkylene, C_{2-4} alkenylene and C_{2-4} alkynylene and each R^a and R^b is independently selected from the group consisting of hydrogen, C_{1-8} alkyl, C_{1-8} haloalkyl, C_{3-6} cycloalkyl and aryl-C_{1-4}alkyl, and wherein the aliphatic portions of each of said R^1 substituents is optionally substituted with from one to three members selected from the group consisting of -OH, $-OR^m$, $-OC(O)NHR^m$, $-OC(O)N(R^m)_2$, -SH, $-SR^m$, $-S(O)R^m$, $-S(O)_2R^m$, $-SO_2NH_2$, $-S(O)_2NHR^m$, $-S(O)_2N(R^m)_2$, $-NHS(O)_2R^m$, $-NR^mS(O)_2R^m$, $-C(O)NH_2$, $-C(O)NHR^m$, $-C(O)N(R^m)_2$, $-C(O)R^m$, $-NHC(O)R^m$, $-NR^mC(O)R^m$, $-NHC(O)NH_2$, $-NR^mC(O)NH_2$, $-NR^mC(O)NHR^m$, $-NHC(O)NHR^m$, $-NR^mC(O)N(R^m)_2$, $-NHC(O)N(R^m)_2$, $-CO_2H$, $-CO_2R^m$, $-NHCO_2R^m$, $-NR^mCO_2R^m$, -CN, $-NO_2$, $-NH_2$, $-NHR^m$, $-N(R^m)_2$, $-NR^mS(O)NH_2$ and $-NR^mS(O)_2NHR^m$, wherein each R^m is independently an unsubstituted C_{1-6} alkyl;

Ar^1 is selected from the group consisting of phenyl, naphthyl, pyridyl, pyrazinyl, pyridazinyl, pyrimidinyl, triazinyl, quinolinyl, quinoxalinyl and purinyl, each of which is optionally substituted with from one to five R^2 substituents independently selected from the group consisting of halogen, $-OR^c$, $-OC(O)R^c$, $-NR^cR^d$, $-SR^c$, $-R^e$, -CN, $-NO_2$, $-CO_2R^c$, $-CONR^cR^d$, $-C(O)R^c$, $-OC(O)NR^cR^d$, $-NR^dC(O)R^c$, $-NR^dC(O)_2R^e$, $-NR^c$-$C(O)NR^cR^d$, -NH-$C(NH_2)$=NH, $-NR^eC(NH_2)$=NH, -NH-$C(NH_2)$=NR^e, -NH-$C(NHR^e)$=NH, $-S(O)R^e$, $-S(O)_2R^e$, $-NR^cS(O)_2R^e$, $-S(O)_2NR^cR^d$, $-N_3$, $-X^2OR^c$, -O-X^2OR^c, $-X^2OC(O)R^c$, $-X^2NR^cR^d$, -O-$X^2NR^cR^d$, $-X^2SR^c$, $-X^2CN$, $-X^2NO_2$, $-X^2CO_2R^c$, -O-$X^2CO_2R^c$, $-X^2CONR^cR^d$, -O-$X^2CONR^cR^d$, $-X^2C(O)R^c$, $-X^2OC(O)NR^cR^d$, $-X^2NR^dC(O)R^c$, $-X^2NR^dC(O)_2R^e$, $-X^2NR^cC(O)NR^cR^d$, $-X^2$NH-$C(NH_2)$=NH, $-X^2NR^cC(NH_2)$=NH, $-X^2$NH-

$C(NH_2)=NR^e$, $-X^2NH-C(NHR^e)=NH$, $-X^2S(O)R^e$, $-X^2S(O)_2R^e$, $-X^2NR^cS(O)_2R^e$, $-X^2S(O)_2NR^cR^d$, $-X^2N_3$, $-NR^d-X^2OR^c$, $-NR^d-X^2NR^cR^d$, $-NR^d-X^2CO_2R^c$, and $-NR^d-X^2CONR^cR^d$, wherein X^2 is a member selected from the group consisting of C_{1-4} alkylene, C_{2-4} alkenylene and C_{2-4} alkynylene and each R^c and R^d is independently selected from hydrogen, C_{1-8} alkyl, C_{1-8} haloalkyl, C_{3-6} cycloalkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, aryl, heteroaryl, aryl-C_{1-4} alkyl, and aryloxy-C_{1-4} alkyl, or optionally R^c and R^d when attached to the same nitrogen atom can be combined with the nitrogen atom to form a five or six-membered ring having from 0 to 2 additional heteroatoms as ring members; and each R^e is independently selected from the group consisting of C_{1-8} alkyl, C_{1-8} haloalkyl, C_{3-6} cycloalkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, aryl, heteroaryl, aryl-C_{1-4} alkyl, and aryloxy-C_{1-4} alkyl, and each of R^c, R^d and R^e is optionally further substituted with from one to three members selected from the group consisting of -OH, $-OR^n$, $-OC(O)NHR^n$, $-OC(O)N(R^n)_2$, -SH, $-SR^n$, $-S(O)R^n$, $-S(O)_2R^n$, $-SO_2NH_2$, $-S(O)_2NHR^n$, $-S(O)_2N(R^n)_2$, $-NHS(O)_2R^n$, $-NR^nS(O)_2R^n$, $-C(O)NH_2$, $-C(O)NHR^n$, $-C(O)N(R^n)_2$, $-C(O)R^n$, $-NHC(O)R^n$, $-NR^nC(O)R^n$, $-NHC(O)NH_2$, $-NR^nC(O)NH_2$, $-NR^nC(O)NHR^n$, $-NHC(O)NHR^n$, $-NR^nC(O)N(R^n)_2$, $-NHC(O)N(R^n)_2$, $-CO_2H$, $-CO_2R^n$, $-NHCO_2R^n$, $-NR^nCO_2R^n$, -CN, $-NO_2$, $-NH_2$, $-NHR^n$, $-N(R^n)_2$, $-NR^nS(O)NH_2$ and $-NR^nS(O)_2NHR^n$, wherein each R^n is independently an unsubstituted C_{1-6} alkyl;

HAr is a heteroaryl group selected from the group consisting of pyrazolyl, imidazolyl, triazolyl, tetrazolyl, oxazolyl, isoxazolyl, oxadiazolyl, oxathiadiazolyl, pyrrolyl, thiazolyl, isothiazolyl, benzimidazolyl, benzopyrazolyl and benzotriazolyl, each of which is substituted with from one to five R^3 substituents independently selected from the group consisting of halogen, $-OR^f$, $-OC(O)R^f$, $-NR^fR^g$, $-SR^f$, $-R^h$, -CN, $-NO_2$, $-CO_2R^f$, $-CONR^fR^g$, $-C(O)R^f$, $-OC(O)NR^fR^g$, $-NR^gC(O)R^f$, $-NR^gC(O)_2R^h$, $-NR^f-C(O)NR^fR^g$, $-NH-C(NH_2)=NH$, $-NR^hC(NH_2)=NH$, $-NH-C(NH_2)=NR^h$, $-NH-C(NHR^h)=NH$, $-S(O)R^h$, $-S(O)_2R^h$, $-NR^fS(O)_2R^h$, $-S(O)_2NR^fR^g$, $-NR^fS(O)_2NR^fR^g$, $-N_3$, $-X^3OR^f$, $-X^3OC(O)R^f$, $-X^3NR^fR^g$, $-X^3SR^f$, $-X^3CN$, $-X^3NO_2$, $-X^3CO_2R^f$, $-X^3CONR^fR^g$, $-X^3C(O)R^f$, $-X^3OC(O)NR^fR^g$, $-X^3NR^gC(O)R^f$, $-X^3NR^gC(O)_2R^h$, $-X^3NR^f-C(O)NR^fR^g$, $-X^3NH-C(NH_2)=NH$, $-X^3NR^hC(NH_2)=NH$, $-X^3NH-C(NH_2)=NR^h$, $-X^3NH-C(NHR^h)=NH$, $-X^3S(O)R^h$, $-X^3S(O)_2R^h$, $-X^3NR^fS(O)_2R^h$, $-X^3S(O)_2NR^fR^g$, -Y, $-X^3Y$, $-X^3N_3$, $-O-X^3OR^f$, $-O-X^3NR^fR^g$, $-O-X^3CO_2R^f$, $-O-X^3CONR^fR^g$, $-NR^g-X^3OR^f$, $-NR^g-X^3NR^fR^g$, $-NR^g-X^3CO_2R^f$, and

$-NR^g-X^3CONR^fR^g$, wherein Y is a five or six-membered aryl, heteroaryl or heterocyclic ring, optionally substituted with from one to three substitutents selected from the group consisting of halogen, $-OR^f$, $-NR^fR^g$, $-R^h$, $-SR^f$, -CN, $-NO_2$, $-CO_2R^f$, $-CONR^fR^g$, $-C(O)R^f$, $-NR^gC(O)R^f$, $-S(O)R^h$, $-S(O)_2R^h$, $-NR^fS(O)_2R^h$, $-S(O)_2NR^fR^g$, $-X^3OR^f$, $-X^3NR^fR^g$, $-X^3NR^fS(O)_2R^h$ and $-X^3S(O)_2NR^fR^g$, and wherein each X^3 is independently selected from the group consisting of C_{1-4} alkylene, C_{2-4} alkenylene and C_{2-4} alkynylene and each R^f and R^g is independently selected from hydrogen, C_{1-8} alkyl, C_{1-8} haloalkyl, C_{3-6} cycloalkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, aryl, heteroaryl, aryl-C_{1-4} alkyl, and aryloxy-C_{1-4} alkyl, or when attached to the same nitrogen atom can be combined with the nitrogen atom to form a five or six-membered ring having from 0 to 2 additional heteroatoms as ring members, and each R^h is independently selected from the group consisting of C_{1-8} alkyl, C_{1-8} haloalkyl, C_{3-6} cycloalkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, aryl, heteroaryl, aryl-C_{1-4} alkyl, and aryloxy-C_{1-4} alkyl, wherein the aliphatic portions of R^f, R^g and R^h is optionally further substituted with from one to three members selected from the group consisting of -OH, $-OR^o$, $-OC(O)NHR^o$, $-OC(O)N(R^o)_2$, -SH, $-SR^o$, $-S(O)R^o$, $-S(O)_2R^o$, $-SO_2NH_2$, $-S(O)_2NHR^o$, $-S(O)_2N(R^o)_2$, $-NHS(O)_2R^o$, $-NR^oS(O)_2R^o$, $-C(O)NH_2$, $-C(O)NHR^o$, $-C(O)N(R^o)_2$, $-C(O)R^o$, $-NHC(O)R^o$, $-NR^oC(O)R^o$, $-NHC(O)NH_2$, $-NR^oC(O)NH_2$, $-NR^oC(O)NHR^o$, $-NHC(O)NHR^o$, $-NR^oC(O)N(R^o)_2$, $-NHC(O)N(R^o)_2$, $-CO_2H$, $-CO_2R^o$, $-NHCO_2R^o$, $-NR^oCO_2R^o$, -CN, $-NO_2$, $-NH_2$, $-NHR^o$, $-N(R^o)_2$, $-NR^oS(O)NH_2$ and $-NR^oS(O)_2NHR^o$, wherein each R^o is independently an unsubstituted C_{1-6} alkyl;

L^1 is a linking group having from one to three main chain atoms selected from the group consisting of C, N, O and S and being optionally substituted with from one to three substituents selected from the group consisting of halogen, phenyl, $-OR^i$, $-OC(O)R^i$, $-NR^iR^j$, $-SR^i$, $-R^k$, -CN, $-NO_2$, $-CO_2R^i$, $-CONR^iR^j$, $-C(O)R^i$, $-OC(O)NR^iR^j$, $-NR^jC(O)R^i$, $-NR^jC(O)_2R^k$, $-X^4OR^i$, $-X^4OC(O)R^i$, $-X^4NR^iR^j$, $-X^4SR^i$, $-X^4CN$, $-X^4NO_2$, $-X^4CO_2R^i$, $-X^4CONR^iR^j$, $-X^4C(O)R^i$, $-X^4OC(O)NR^iR^j$, $-X^4NR^jC(O)R^i$ and $-X^4NR^jC(O)_2R^k$, wherein X^4 is selected from the group consisting of C_{1-4} alkylene, C_{2-4} alkenylene and C_{2-4} alkynylene and each R^i and R^j is independently selected from hydrogen, C_{1-8} alkyl, C_{1-8} haloalkyl, C_{3-6} cycloalkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, aryl, heteroaryl, aryl-C_{1-4} alkyl, and aryloxy-C_{1-4} alkyl, and each R^k is independently selected from the group consisting of C_{1-8}

alkyl, C_{1-8} haloalkyl, C_{3-6} cycloalkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, aryl, heteroaryl, aryl-C_{1-4} alkyl, and aryloxy-C_{1-4} alkyl.

55. A method in accordance with claim **54**, wherein said CCR1-mediated disease or condition is an inflammatory condition.

56. A method in accordance with claim **54**, wherein said CCR1-mediated disease or condition is an immunoregulatory disorder.

57. A method in accordance with claim **54**, wherein said CCR1-mediated disease or condition is selected from the group consisting of rheumatoid arthritis, multiple sclerosis, transplant rejection, dermatitis, eczema, urticaria, vasculitis, inflammatory bowel disease, food allergy and encephalomyelitis.

58. A method in accordance with claim **54**, wherein said administering is oral, parenteral, rectal, transdermal, sublingual, nasal or topical.

59. A method in accordance with claim **54**, wherein said compound is administered in combination with an anti-inflammatory or analgesic agent.